



TRIATHLON



ZAMBIA

CONSTITUTION

## **CONSTITUTION OF TRIATHLON ZAMBIA**

### **Article 1: Name of Federation**

1.1 The National Federation for the sport of triathlon and other multisport associated founded and incorporated under the laws of Zambia on 20<sup>th</sup> July, 2016 hereinafter referred Triathlon Zambia

### **Article 2: Purpose and Mission of the Federation of Triathlon Zambia**

#### **2.1 Intention.**

The intention of Triathlon Zambia is to be the main federation registered under the Laws of the Republic of Zambia to develop triathlon from grassroots to Olympic level body, as an affiliate member of the National Sports Council of Zambia, the African Triathlon Union and the International Triathlon Union (ITU)

#### **2.2 Mission.**

To promote and facilitate the development of triathlon and all associated events in the Country for all age groups in accordance with the International Triathlon Union and within the confines of the Laws of Zambia.

### **Article 3: Interpretation definitions**

3.1 In the following Regulations, words and expressions have the following meanings unless inconsistent context:

- a) Act means the act of legislation governing companies WITHIN THE JURISDICTION OF THE FEDERATION
- b) Accounting Auditor includes any person or group of persons qualified
- c) Aquathlon means a sporting event consisting of running, swimming and running
- d) National Federation means NAME OF NATIONAL FEDERATION, a local National Federation limited by guarantee and incorporated by DATE AND PLACE.
- e) Cycling includes all types of bicycles on road or off.
- f) President means any President or manager
- g) Duathlon means a sporting event consisting of running, cycling and running without interruption.
- h) Send includes sending by mail or by courier service or by telex or fax or any other method of transmission of written communications.
- i) Member means a person registered in the register of members.
- j) National Federation (NF) means Triathlon Zambia recognized by the National Sports Council of Zambia and National Olympic Committee of Zambia and the National Sports Council (name of country), i.e. by authority for the sport of Triathlon.
- k) Multisport means associated with sports such as triathlon, aquathlon, duathlon, long distance triathlon, winter triathlon, triathlon room.
- l) Notice means written notice unless otherwise specified.
- m) Para means Para triathlon involving athletes with disabilities called Para triathletes.
- n) Headquarters means the address of the Triathlon Zambia.
- o) Secretary includes (e) temporary secretary or assistant (s) or any person assigned by management to perform the duties of secretary.
- p) "These Rules" means these regulations in their current form or in an amended form.

#### **Article 4. Performance**

4.1. In these regulations, except in case of incompatibility of subject or context

- a) Words in the plural shall be understood to include the singular and words in singular include the plural.
- b) Words importing the masculine gender shall be understood as including the feminine gender and vice versa.
- c) The words and expressions contained in these regulations shall be made in the same meaning as in the Act.
- d) The word "may" should be understood as indicating permission or a choice.
- e) A verb in the future and the verbs "must have, shall, will" must be understood as an imperative or obligation.

#### **Article 5. Objectives of the National Federation**

5.1 The objectives of the National Federation are, unless amended in accordance with the Act:

- a) Function as Triathlon Zambia and represent Zambia internationally.
- b) Promote the competitive or non-competitive triathlon in Zambia.
- c) Encourage the support of Triathlon by the general public.
- d) Provide advice, information and assistance to organizations and clubs affiliated to Triathlon Zambia, to achieve these goals, as well as for the development of programs for competitive athletes or non-competitive in all disciplines of Triathlon and Multisport including Para triathlon.
- e) Organize training programs for athletes of Triathlon and Multisport, including Para triathlon.
- f) Organize courses to bring coaches, officials and administrators at national and international levels.
- g) Establish criteria for the national team that will represent Zambia internationally.
- h) Fix the dates and locations of all the national championships and other events under the jurisdiction of the National Federation.
- i) Respect and support the mandate and rules of the Anti-Doping Agency and the National Organization for Drug-Free Sport
- j) Coordinate the programmes and activities to achieve non-prohibited substances and without abuse of prohibited substances environment and also to discourage the use of products intended to improve athletic performance.
- k) Promote gender equality in all areas and target a 20% of women on the Executive Committee.

#### **Article 6. Headquarters.**

Triathlon Zambia  
Olympic Youth Development Centre  
Corner of New Kasangula and Great North Roads  
Plot 33847  
Lusaka.

## **Article 7. Members**

7.1 Members are Members of the Executive Committee, Members of the national team, and Honorary Members. Members of the Society are those who are registered in the Register of Members.

a) The Executive Committee may approve or reject applications for membership. The Executive Committee's decision to refuse a request may be subject to review by the members at a meeting called specifically for this meeting. The meeting decided in this action is final and cannot be appealed to all parties concerned.

b) Membership shall be open to all persons aged over 18 years who are interested in the objectives of the Federation.

c) Membership shall be established by the payment of an annual fee whose amount shall be fixed from time to time by the Executive Committee Members of the Federation.

d) Contributions are due and payable on January 1st of each year or at the beginning of the first accession, and ends on December 31 of the same year.

7.2 Member of the national team. This term refers to any person who qualifies to be part of a national team taking part in the qualifying competitions sanctioned by the National Federation and includes all athletes and members of the support team.

7.3 Honorary Member. Honorary Member status may be granted by the Executive Committee to persons who, in the opinion of the Federation, have distinguished themselves in the defense of the sport. Honorary members pay no dues and have no voting rights.

## **Article 8. Register of Members**

8.1 The Secretary shall establish and update the register of members at the registered office of the Federation. Unless otherwise decided by the Executive Committee, the Register of Members will be consulted by any member without charge.

## **Article 9. Executive Committee Members**

9.1 The properties and business of the National Federation will be overseen by the Executive Committee Members composed of the President and the Deputy, Secretary General, Treasurer and two committee members. Two-thirds of the members of the Executive Committee constitute a quorum. The Members shall be elected at the General Meeting duly convened in accordance with these regulations.

9.2 The Members of the Executive Committee must be 18 years of age and have the legal authority to contract.

9.3 To be eligible for election to the Executive Committee, one must be a member in good standing of the National Federation. The following items make up the Executive Committee: President, Vice President, Secretary, Treasurer and four other committee members including an athlete representative.

9.4 No member may hold more than one position in the Committee.

9.5 The President, Secretary, Vice President and Treasurer shall be elected for a term of four years ending on the day of the General Meeting.

9.6 The term of 4 years at a particular position may be renewed once. If a person has served two terms of four years to a seat, she will be eligible again in this seat after an interval of another 4 years, but it will be eligible for another position in the Committee.

9.7 The Athlete Representative shall be elected by registered member athletes.

9.8 The Members of the Executive Committee who have no particular member of the Committee shall be elected at the General Meeting.

9.9 The Past President shall be a Honorary Member without the right to vote.

**Article 10. Vacant Executive Committee position.**

The seat of a Member shall be vacated automatically

- a) If the Member is declared by a court of dementia
- b) If the Member is in bankruptcy or suspension of payment to its creditors
- c) If the Member has died
- d) If, at a specially convened General Meeting, a motion was passed by three-quarters of the members present to the effect that the Member is removed from office
- e) If the Member does not provide after application and a reasonable amount of time, a reliable and detailed account of his career and his qualifications for verification by the Secretary. The Member will be suspended until the CV is received and checked.

**Article 11. Responsibilities of Members of the Executive Committee**

- a) The President is responsible for the conduct of any meeting of the Members or Members of the Executive Committee which it operates. In his absence, the Vice-Chairman, if present, will lead the meeting.
- b) In the absence of both an interim president will be appointed or elected by those present at the meeting.
- c) The Secretary shall attend all meetings of the National Federation and Members of the Executive Committee, prepare the minutes of these meetings, and rank in the specification for this purpose. The Secretary shall perform other duties specified in the Act or these Regulations, or required by the Members of the Executive Committee. The Secretary does not receive any remuneration.
- d) The Vice President will replace the President if the latter is absent.
- e) The Treasurer shall keep accurate and transparent financial statements and monitor all financial transactions related to the business of the National Federation.
- f) The Members of the Executive Committee shall exercise the powers and fulfill the duties to be delegated from time to time in the management and affairs of the National Federation.

**Article 12. Interests of Members of the Executive Committee**

12.1 A Member of the Executive Committee shall not vote on any contract or arrangement in which he has an interest, and if he does, his vote will not be counted and his presence will not be taken into account in determining a quorum, but these restrictions can be lifted or suspended at any time before or after the fact, either generally or with respect to any contract or arrangement in particular, by the National Federation General Meeting.

**Article 13. General Powers of Members of the Executive Committee**

13.1 Subject to the provisions of the Act and these Regulations, and guidelines that could be given by the National Federation by resolution, the Executive Committee will conduct the affairs of the National Federation and shall pay the costs incurred for the promotion and foundation the National Federation and may exercise all the powers of the National

Federation. These Regulations and a meeting with a quorum of the Executive Committee shall be competent to exercise all powers and authorities during the term of the Council.

13.2 Subject to the provisions of the Act and these Regulations, any two Members of the Executive Committee acting together may, on behalf of the National Federation, enter into a contract or agreement orally or in writing, or

13.3 endorse any document or instrument which will then be recognized or entered into by the National Federation, as applicable, and, if they comply with the law, binding upon the National Federation.

13.4 The Members of the Executive Committee may from time to time appoint a Manager or Chief Executive of the National Federation, which, subject to the supervision of the Executive Committee, direct and administer the affairs of the National Federation.

13.5 The Members of the Executive Committee shall not be liable for negligence or breach of the said person provided they have used in good faith.

13.6 The Members of the Executive Committee may from time to time, and at their discretion, authorize another person to act on behalf of the National Federation in a particular time and the opportunity to subscribe a document or instrument on behalf of the National Federation.

13.7 The Members of the Executive Committee may delegate any of their powers to a committee consisting of two or more than two Members of the Executive Committee and other persons as the Executive Committee shall appoint such a committee but must obey the directives that impose their Members of the Executive Committee.

13.8 The Members of the Executive Committee may appoint, suspend or expel any manager, secretary, employee, agent or servant of the National Federation and fix their remuneration and their tasks.

13.9 The Members of the Executive Committee shall not be paid for their services to the National Federation, but may be reimbursed for their travel expenses, hotel or other expenses they have incurred rightly related to the business of the National Federation or their general obligations of Members of the Executive Committee.

#### **Article 14. General meetings and written resolutions.**

14.1 The Annual General Meeting of the National Federation will be held every year except the foundation, the time and place as the President or the Secretary or Vice-President or, in their absence, the Members of the Executive Committee, appoint, and notification of the Meeting will be given by the Secretary thirty (30) days before the date of the meeting, stating the date, place and time of the meeting will be held, the election of Members of the Executive Committee will take place, and as possible, other topics of discussion in the Meeting.

14.2 The Members of the Executive Committee may convene an Extraordinary General Meeting of the National Federation when they believe that such a meeting is necessary. The announcement of the Meeting will be made fourteen (14) days in advance and sent to each member at his registered address, the date, time and location, and the nature of the matter to be considered to the Meeting.

14.3 No business shall be decided at any meeting if there is no quorum. In the case of the Management Executive Committee, two-thirds of the Council must be present. In the case of General Meetings and Extraordinary, five (5) persons entitled to vote in the case under discussion, each member shall constitute a quorum for the particular case and may vote during the meeting. If there is no quorum half an hour after the time specified for the start of the meeting, the meeting will be adjourned to the same day in the next week at the same

place at the same time, or such other day, time and place as the Members of the Executive Committee decide.

14.4 At all meetings of members, each member having a valid and aged 18 or older and present in person membership, shall be entitled to one vote.

14.5 At any General Meeting, a proposed resolution of the Meeting vote will be decided by a show of hands. Each member present in person at the Meeting will be entitled to one vote and vote by raising their hands.

14.6 At any General Meeting of the National Federation, a statement by the Chairman of the meeting a question was put to the vote by the account of the hands, accepted or accepted unanimously

14.7 or by a particular majority, or rejected, will the result will be written in a book containing the minutes of proceedings of the National Federation and will be subject to the provisions of these Regulations, be conclusive evidence of the result, without the need show the proportional number of votes for or against the issue.

14.8 In the event of a tie vote, whether on a show of hands or by written ballot, the Chairman of the meeting at which the show of hands or by written ballot was held, will be entitled to a second vote.

14.9 When a poll is held, each member entitled to vote will receive a ballot paper on which he wrote his choice in the way that has been decided in the Meeting by the nature of the issue to a vote, and Each newsletter will be signed with the name or initials or any other way that could identify the voter. At the end of the ballot, the ballot will be reviewed by a committee of at least five members appointed for this task and the results of the vote will be announced by the President.

#### **Article 15. Minutes**

The Secretary will keep records and books of account for the following;

15.1 Members of the Executive Committee meetings

15.2 The names of Members of the Executive Committee and other persons (if any) present at each meeting of Members of the Executive Committee and Committees

15.3 And debates managers if any.

#### **Article 16. Seal of the National Federation**

16.1 The seal shall consist of a circular piece of metal with the name of the National Federation on the outer edge and the year of the foundation through the center. If the seal in this form has not been received by the Registrar of Societies at the date of adoption of these regulations, then, pending receipt, any document required to be sealed with the seal shall be sealed by a red wax seal bearing the name of the National Federation, the (name of country) and the year of writing in block letters across the center foundation.

16.2 The Council must ensure the safety of each seal. Seal will be used only by permission of the Executive Committee or a committee appointed by the Council. Subject to these Regulations, any document to which the Seal is set to be signed by two Members of the Executive Committee or a President and the Secretary or by any two people - no matter whether President or Secretary - authorized generally or only opportunity to use the Seal, provided that the Secretary or President sealed with the Seal attested by his signature only to authenticate copies of these Regulations, the minutes of a meeting or other document requiring authentication.

### **Article 17. Accounting.**

17.1 The Council will organize the bookkeeping accounts sufficient to give a fair and accurate picture of the state of affairs of the Federation and to explain its transactions.

17.2 The books of account shall be kept at the head office or any other place as the Executive Committee may think fit, and may be inspected at any time by the Members of the Executive Committee: No member (other than a President of the Triathlon Zambia) shall be entitled to inspect any books of account of the National Federation or associated document, unless authorized by law or by the Executive Committee.

17.3 A copy of every balance sheet and statement of income and expenses, including any schedule required by law, which must be shown to the General Meeting of the National Federation, as well as the report of the auditor shall be sent to each

### **Article 18 Audit**

18.1 Unless and to the extent of exemption from the audit, which may be permitted by the Companies Acts, the auditors shall be appointed and their duties in accordance with the Companies Acts, with all other applicable laws and applications made from time to time by the Executive Committee, provided they do not contravene the Act.

### **Article 19. Notifications and other documents**

19.1 The announcement of a General Meeting of the National Federation shall be considered made to a Member if it was sent by email, fax or other means of representing or reproducing words in a legible and permanent manner, at his address as it appears in the registry or any other address given by him to the National Federation for this purpose. The announcement will be made estimated twenty-four hours after being sent.

19.2 Any notice or other document transmitted, sent or given to a member of any manner permitted by / these Regulations, shall, notwithstanding that the Member is deceased or bankrupt or disqualified by another event, and that, as

19.3 National Federation has been informed or not, supposed duly transmitted and delivered, in the case of shares or registered in the name of the Member, unless his name has been removed from the Register before the delivery of the notice.

### **Article 20 Liquidation**

20.1 The National Federation shall be wound up only in accordance with the provisions of the Act and the National Federation will distribute its surplus in accordance with the National Federation Act.

### **Article 21. Compensation**

21.1 The Members of the Executive Committee, Auditors, Secretaries and other official agents during the time they are part of the National Federation and the Liquidator or Commissioners (if any) for the time they take care of business of the National Federation, and each of them, their heirs, executors and administrators, will receive compensation and a guarantee on the assets of the National Federation to protect them from all trials, costs, charges, losses, damages and expenses they or their heirs, executors or administrators may incur or support due to an action done, or omitted helped in the performance of their duties, or supposed duties of office, except those (if any) they have suffered by their own fault or negligence. None should be answerable for acts, receipts, neglects or defaults of others, nor

shall meet bankers or people who have received money or property belonging to the National Federation for safekeeping or for failure or deficiency guarantee under which money or property of the National Federation have been placed out or invested or for any loss, injury or damage would have happened in the performance of their respective tasks.

21.2 Each Member agrees to waive any claim against a President, the right to sue individually or on behalf of the National Federation, due to an action made by the President or rather lack of action, the During the performance of his duties to the National Federation, provided, however, that renunciation is not about a case of obvious negligence or misconduct or fraud by the President or an attempt by the President to appropriate gains or benefits to which he is not lawfully entitled.

#### **Article 22. Alteration regulations**

22.1 No payment will be deleted, changed or modified and no new regulations will be implemented until approved by a resolution of the Members of the Executive Committee and confirmed by a resolution of the Members.